SUBORDINATION AGREEMENT

The lien of that certain Deed of Trust dated the 28th day of March, 2008, executed and delivered by Bonnie T. Mason and Dan Mason to J. Patrick Caldwell, Trustee for BancorpSouth Bank, recorded in the Chancery Clerk's Office of DeSoto County, Mississippi on April 4, 2008 at 11:18:53 a.m. in Book 2880, Page 213 and rerecorded in Book 2887, Page 551 of the Deed of Trust Records, securing an indebtedness in the sum of \$45,000.00, is hereby subordinated to that certain Deed of Trust from Daniel Allen Mason and Bonnie Teddy Mason to J. Patrick Caldwell, to BancorpSouth Bank, beneficiary, securing an indebtedness in the sum of \$72,000.00, executed on the 22nd day of April, 2010, and recorded in Book 3160, Page 73 of the Records of Deeds of Trust in the Chancery Clerk's Office, DeSoto County, Mississippi. Said Deed of Trust is secured by the following described property, to-wit:

Lot 54, Section B, Olive Ridge Subdivision, situated in Section 26, Township 1 South, Range 6 West, DeSoto County, Mississippi as per plat thereof recorded in Plat Book 46, Page 1, Chancery Clerk's Office, DeSoto County, Mississippi.

WITNESS THE SIGNATURE OF THE DULY AUTHORIZED OFFICIAL, this the 27+Lday of April, 2010.

BANCORPSOUTH BANK

By: /OUT DEENE

Its: 5VP (Title)

STATE OF MISSISSIPPI COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for said County and State, within my jurisdiction, on this the 27th day of April, 2010, the within named DAVID BEENE, who acknowledged that he/she is 5 V Pres of BancorpSouth Bank, a Mississippi banking corporation, and that for and on behalf of said corporation and as its act and deed he/she executed the above and foregoing instrument after having first been duly outhorized by said corporation so to do.

NOTARY PUBLIC

My Commission Expires:

PREPARED BY AND RETURN TO:

Gary P. Snyder #7682

Watkins Ludlam Winter & Stennis, P.A. P.O. Box 1456, Olive Branch, MS 38654

(662) 895-2996

#00931.34935 MASON